

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	
EASTMAN KODAK COMPANY, <i>et al.</i> ¹)	Bankruptcy Case No. 12-10202
)	(ALG)
Debtors.)	
KYOCERA CORPORATION,)	
)	
Plaintiff,)	
v.)	Adv. Proc. No. 13-01093 (ALG)
EASTMAN KODAK COMPANY,)	
)	
Defendant.)	
)	

**ORDER APPROVING AND AUTHORIZING ENTRY INTO THE SETTLEMENT
AGREEMENT AND RELEASE BETWEEN EASTMAN KODAK COMPANY
AND KYOCERA CORPORATION**

Upon the motion (the “**Motion**”)² of Eastman Kodak Company (“**Kodak**”) and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), for entry of an order (this “**Order**”) approving and authorizing entry into the Settlement Agreement and Release (the “**Proposed Settlement Agreement**”) between Kodak and Kyocera Corporation, the Court having found that this Court has jurisdiction to consider and determine this matter pursuant to 28 U.S.C. § 1334; and the Court having found that the Motion is a core proceeding pursuant to 28

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors’ corporate headquarters is: 343 State Street, Rochester, NY 14650.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that proper, timely, adequate, and sufficient notice, including notice of the Motion and the relief requested therein, has been provided and no other or further notice of the Motion is or shall be required; and the Court having reviewed the Motion and having heard arguments and testimony presented at the hearing before the Court (if any); and the Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors and other parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections (if any) to the Motion having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing, it is hereby ORDERED THAT:

1. The Motion is GRANTED.
2. Kodak is authorized, pursuant to Bankruptcy Rule 9019 to enter into the Proposed Settlement Agreement, attached hereto as Exhibit 1, with Kyocera Corporation.
3. Pursuant to Bankruptcy Rule 9019, the Proposed Settlement Agreement is approved. ~~in all respects.~~
4. The Debtors are hereby authorized to execute and deliver such documents, and take and perform any and all actions, reasonably necessary or appropriate to implement and effectuate the relief requested in the Motion and granted in connection with this Order.
5. The requirements set forth in Local Rules 9013-1(a) and 9013-1(b) are satisfied.

6. This Court retains jurisdiction with respect to all matters arising from or related to the enforcement of this Order.

Dated: May 1, 2013
New York, New York

s/Allan L. Gropper
Allan L. Gropper
United States Bankruptcy Judge

EXHIBIT 1

Proposed Settlement Agreement